UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

	X	
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	-
	:	Case No. 18-23538 (RDD)
	:	
Debtors. ¹	:	(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Gerhald R. Pasabangi, depose and say that I am employed by Prime Clerk LLC ("*Prime Clerk*"), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On February 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit A**:

- Motion of Debtors for Entry of an Order Approving Procedures for Modification of the Automatic Stay under Certain Circumstances [Docket No. 2594]
- Order (I) Approving the Asset Purchase Agreement among Sellers and Buyer, (II)
 Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims,
 Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of

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¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

Certain Executory Contracts, and Leases in Connection Therewith and (IV) Granting Related Relief [Docket No. 2507]

 Notice of Filing Executed (I) Employee Lease Agreement, (II) Services Agreement, and (III) Amendment No. 1 to the Asset Purchase Agreement [Docket No. 2599]

On February 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Ordinary Course Professionals Service List attached hereto as **Exhibit B** and via Email on the Ordinary Course Professionals Affidavit Notice Parties Service List attached hereto as **Exhibit C**:

Notice of Filing of Fifth Supplemental Ordinary Course Professionals List [Docket No. 2598]

On February 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served by the method set forth on the Fee Application Service List attached hereto as **Exhibit D**:

• Second Monthly Fee Statement of Stout Risius Ross, LLC for Compensation Earned and Expenses Incurred for January 1, 2019 through January 31, 2019 [Docket No. 2601]

On February 14, 2019, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served via Email on the Cure Objector Service List attached hereto as **Exhibit E**:

- Order (I) Approving the Asset Purchase Agreement among Sellers and Buyer, (II)
 Authorizing the Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims,
 Interests and Encumbrances, (III) Authorizing the Assumption and Assignment of
 Certain Executory Contracts, and Leases in Connection Therewith and (IV) Granting
 Related Relief [Docket No. 2507]
- Notice of Filing Executed (I) Employee Lease Agreement, (II) Services Agreement, and (III) Amendment No. 1 to the Asset Purchase Agreement [Docket No. 2599]

Dated: February 19, 2019

Gerhald R. Pasabangi

State of New York County of New York

Subscribed and sworn to (or affirmed) before me on February 19, 2019, by Gerhald R. Pasabangi, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature:

Oleg Bitman Notary Public, State of New York No. 01BI6339574

Qualified in Queens County
Commission Expires: April 04, 20

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SRF 30890

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Exhibit A

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Master Service List
Served as set forth below

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Co LLC; Greenmich LLC; Hareff LLC; Hillsborough Associates; Jeffrey				
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Exhibit B

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In re: Sears Holdings Corporation, et al.

Case No. 18-23538 (RDD)

Exhibit C

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In re: Sears Holdings Corporation, et al.

Case No. 18-23538 (RDD)

Exhibit D

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Exhibit E

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